

B210A (Form 210A) (12/09)

IN THE UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re Lehman Brothers Holdings Inc.

Case No. 08-13555

**NOTICE OF TRANSFER OF CLAIM OTHER THAN FOR SECURITY**

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the partial transfer, other than for security, of an undivided interest in the claim referenced in this evidence and notice.

Citigroup Financial Products Inc.

**Name of Transferee**

Name and Address where notices to transferee should be sent:

Citigroup Financial Products Inc.  
1615 Brett Road, Bldg 3  
New Castle, DE 19720  
Attn: Brian Broyles  
Phone: 302-894-6175  
Email: Brian.Broyles@citi.com

With a copy to:

Paul, Weiss, Rifkind, Wharton & Garrison LLP  
1285 Avenue of the Americas  
New York, New York 10019  
Attn: Elanit A. Snow  
Phone: 212-373-3000  
Email: Esnow@paulweiss.com

Name and address where transferee payments should be sent (if different from above):

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By:   
Transferee/Transferee's Agent

Date: \_\_\_\_\_

**BRIAN BLESSING**  
AUTHORIZED SIGNATORY

*Penalty for making a false statement:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 & 3571.

Form 210B (12/09)

IN THE UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re Lehman Brothers Holdings Inc.

Case No. 08-13555

**NOTICE OF TRANSFER OF CLAIM OTHER THAN FOR SECURITY**

Claim No. 17718 was filed or deemed filed under 11 U.S.C. § 1111(a) in this case by the alleged transferor. As evidence of the transfer of that claim, the transferee filed a Partial Transfer of Claim Other than for Security in the clerk's office of this court on November 9, 2012.

<u>Waterstone Market Neutral Master Fund,</u> <u>Ltd</u>	<u>Citigroup Financial Products Inc.</u> <u>Name of Transferee</u>
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**Name of Transferor**

Address of Alleged Transferor:

Waterstone Market Neutral Master Fund, Ltd.  
c/o Waterstone Capital Management L.P.  
2 Carlson Parkway, Suite 260  
Plymouth, MN 55447  
Attn: Vincent Conley

Email: vconley@wscm.net

Address of Transferee:

Citigroup Financial Products Inc.  
1615 Brett Road, Bldg 3  
New Castle, DE 19720  
Attn: Brian Broyles  
Phone: 302-894-6175  
Email: Brian.Broyles@citi.com

**~ DEADLINE TO OBJECT TO TRANSFER ~**

The alleged transferor of the claim is hereby notified that objections must be filed with the court within twenty-one (21) days of the mailing of this notice. If no objection is timely received by the court, the transferee will be substituted as the original claimant without further order of the court.

Date: \_\_\_\_\_

**CLERK OF THE COURT**

EXECUTION COPY

EXHIBIT A

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:	Case No. 08-13555
LEHMAN BROTHERS HOLDINGS, INC., <u>et al.</u> ,	Chapter 11
Debtors	Jointly Administered

**NOTICE OF PARTIAL TRANSFER OF  
CLAIM PURSUANT TO RULE 3001(e)**

PLEASE TAKE NOTICE that \$18,167,000.00 of the claim set forth below (the "Transferred Claim"):

Proof of Claim Amount	Proof of Claim No.
51,291,099.98	42540

has been transferred and assigned from Waterstone Market Neutral Master Fund, Ltd ("Assignor") to Citigroup Financial Products Inc. ("Assignee"). The signature of Assignor on this document is evidence of the transfer of \$18,167,000.00 of the claim and all rights thereto.

Assignor hereby waives any notice or hearing requirements imposed by Rule 3001 of the Bankruptcy Rules, and stipulates that an order may be entered recognizing this Assignment as an unconditional assignment and the Assignee herein as the valid owner of the Transferred Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect of the Transferred Claim to the Assignee.

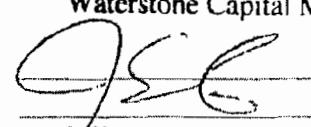
ASSIGNEE: **CITIGROUP FINANCIAL  
PRODUCTS INC.**

Address: Citigroup Financial Products Inc.  
1615 Brett Road, Bldg 3  
New Castle, DE 19720

Signature:   
Name: Brian S. Broyles  
Title: Authorized Signatory  
Date: \_\_\_\_\_

ASSIGNOR: **WATERSTONE MARKET  
NEUTRAL MASTER FUND,  
LTD**

By: Waterstone Capital Management, L.P.  
Address: 2 Carlson Parkway, Suite 260  
Plymouth, MN 55447

**Waterstone Capital Management, L.P.**  
Signature:   
Name: \_\_\_\_\_  
Title: \_\_\_\_\_  
Date: Jeffrey C. Ehr  
General Counsel